

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN

In re)
CITY OF DETROIT, MICHIGAN,) Chapter 9
Debtor.) Case No. 13-53846
) Hon. Steven W. Rhodes
)

**SYNCORA'S FIRST AMENDED LIST OF FACT WITNESSES RELATING
TO THE CITY'S PROPOSED PLAN FOR THE ADJUSTMENT OF DEBTS**

As required under the Fifth Amended Order Establishing Procedures, Deadlines and Hearing Dates Relating to the Debtor's Plan of Adjustment (the "Order"), Syncora Capital Assurance Inc. and Syncora Guarantee Inc. ("Syncora") submit the following amended witness list. Compilation of a witness list in advance of any depositions is necessarily a complex task, especially where, as here, the vast majority of witnesses with knowledge of the relevant facts are current or former City employees. Thus, Syncora does not yet understand these witnesses' potential testimony with sufficient particularity to allow it to make meaningful predictions about the actual witnesses it may or will call at trial. In providing the attached list, Syncora has divided its list into two categories of fact witnesses: a "will call" category (which represents witnesses who Syncora is highly likely or certain to call at trial) and a "may call" witness list (which represents witnesses whom it is possible will be called at trial depending on

developments in discovery and the City's presentation of its case-in-chief). Syncora has determined that it is sufficiently unlikely that it will call a Syncora employee to testify at trial that it has not listed one as either a "will" or "may" call witness. In addition, Syncora's witness list is predicated on the assumption that the other COPs and COPs insurers have not settled prior to trial. In the event any of those parties settle, Syncora reserves the right to add witnesses listed on the settling party's list to its own witness list. For purposes of this list, Syncora has envisioned only witnesses for whom Syncora would conduct the principal direct examination.

Will Call Witnesses

1. At this time, Syncora is not aware of any witnesses that it is either highly likely or certain to call at trial. Syncora is likely to move witnesses from its "may call" list to the "will call" list as discovery proceeds and it gains additional insight into various witnesses' testimony.

May Call Witnesses

1. Any witness listed on the City's "will call" or "conditional call" witness list submitted in connection with its Plan Confirmation Factual Propositions where either (a) Syncora is not allowed to examine that party adversely during the City's case-in-chief; or (b) the City elects not to call that witness.

2. Any custodian to the extent that witness is necessary to authenticate documents to which the City has refused to stipulate.

3. Representatives of the Charitable Foundations that are parties to the Grand Bargain. (Syncora anticipates that the name of the specific individual to be called will likely be the person designated to testify in response to Syncora's Rule 30(b)(6) deposition notices, which are currently subject to a pending motion to quash.)

4. Attorney General Bill Schuette

5. Mayor Dave Bing

6. Michael Hall

7. Marcell Todd

8. Gary Evanko

Syncora reserves the right to amend this witness list based on the information it discovers during depositions. Syncora will update this witness list with the subjects that each witness will address after depositions.

Dated: June 20, 2014

Respectfully submitted,

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